

**This instrument prepared by
Floyd Healy
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Little Rock, Arkansas 72207
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2/08/05 9:48:31
BK 2.156 PG 393
DE SOTO COUNTY, MS
W.E. DAVIS, CH CLERK

SUBSTITUTION OF TRUSTEE

WHEREAS, Marshall Williams executed a Deed of Trust dated September 30, 2003, in favor of Austin Law Firm, Attorney, Trustee(s), for the benefit of the owner and holder of a certain indebtedness, New Century Mortgage Corporation.

Said Deed of Trust is of record in Book 1840, at Page 249 in the office of the Clerk of the Chancery Court of DeSoto County, Mississippi; and

Said Deed of Trust was assigned to US Bank, National Association by Assignment of record in Book 2152, at Page 443 in the office of the Clerk of the Chancery Court of DeSoto County, Mississippi; and

WHEREAS, the undersigned owner and legal holder of said Deed of Trust and the said indebtedness has requested foreclosure proceedings to be instituted; and

WHEREAS, the undersigned owner and legal holder of said indebtedness does hereby desire Floyd Healy to act as trustee in the place and stead of Austin Law Firm, Attorney or any subsequently appointed Substitute Trustee, as appointed under said Deed of Trust, the undersigned does hereby in accordance with the terms of said Deed of Trust, appoint, nominate and constitute the said Floyd Healy as Substitute Trustee in the place and stead of the said Austin Law Firm, Attorney or any subsequently appointed Substitute Trustee.

Default having been made in the payment of said indebtedness, the said undersigned owner and legal holder has further requested that said Floyd Healy, Substitute Trustee under said Deed of Trust, proceed with foreclosure and to do any and all things necessary and in accordance with the terms of said Deed of Trust as though the said Floyd Healy had been originally appointed as Trustee hereunder.

Should the undersigned become the last and highest bidder at the foreclosure sale, the Substitute Trustee is hereby authorized to transfer and assign said bid and to convey title to said foreclosure property to the Administrator of Veterans Affairs or the Secretary of Housing and Urban Development, or whomsoever the undersigned shall authorize. The statement in the Substitute Trustee's Deed that the undersigned has requested transfer of its bid to grantee(s) in the Substitute Trustee's Deed shall be binding on the undersigned and conclusive evidence in favor of the assignee or other parties thereto, that the Substitute Trustee was duly authorized and empowered to execute same.

IN WITNESS WHEREOF, the undersigned, owner and holder of said indebtedness has hereunto caused this instrument to be executed by and through its duly authorized officers, this the 4th day of February, 2005.

Joseph Bershas
 Name: JOSEPH BERSHAS
 Title: AVP
 US Bank, National Association

STATE OF NC
 COUNTY OF Wake

Before me, the undersigned Notary Public in and for the State and County aforesaid, personally appeared Joseph Bershas, with whom I am personally acquainted and who upon oath acknowledged him/herself to be the AVP of US Bank, National Association, the within named bargainor, a National Association, the and that he/she as such AVP, being authorized so to do, executed the foregoing instrument for the purpose therein contained by signing the name of the National Association by the said AVP, Joseph Bershas.

Witness my hand and official seal this the 4th day of February, 2005.

Tisha L. Jones
 Notary Public

